

Appendix C

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA

DEC - 1 2005

PATRICIA PRESLEY, COURT CLERK
By Deputy

HERZER, Timothy J., Individually and as)
Class Representative; and HERZER,)
Tamara L, Individually and as Class)
Representative,)
Plaintiffs,)

v.)

T-MOBILE U.S.A., INC., a Delaware)
Corporation; VOICESTREAM WIRELESS)
CORP., a Delaware Corporation; and)
VOICESTREAM WIRELESS HOLDING)
CORP., a Delaware Corporation,)
Defendants.)

Case No. CJ-2005-1002

Honorable Bryan C. Dixon

**ORDER GRANTING MOTION TO COMPEL ARBITRATION
AND STAYING CASE PENDING ARBITRATION**

The Court conducted a hearing on August 19, 2005 on Defendants' Motion to Dismiss Plaintiffs' Claims and Compel Arbitration or, in the Alternative, to Stay Proceedings (the "Motion"). The Plaintiffs appeared by and through their counsel, Raphael T. Glapion, and the Defendants appeared by and through their counsel, Kristine McAlister Brown, John E. Dowdell and Christine D. Little. Upon consideration of the Motion, Plaintiffs' Response to the Motion, the exhibits to those filings, and the arguments presented, the Court FINDS AND ORDERS as follows:

1. The parties' contracts contain a mandatory arbitration provision, which is binding;
2. The arbitration provision is not unconscionable under Oklahoma law; and

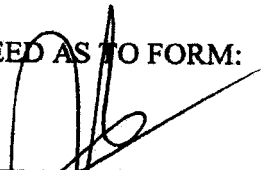
3. The Motion to Compel Arbitration is accordingly sustained, and the case is hereby stayed pending arbitration.

IT IS SO ORDERED.

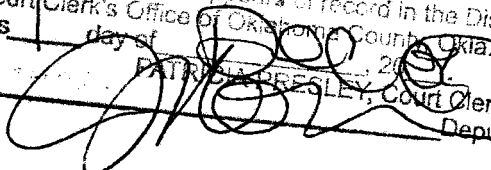
BRYAN C. DIXON

BRYAN C. DIXON
DISTRICT JUDGE


AGREED AS TO FORM:



Edward T. White, OBA # 16549
Raphael T. Glapion, OBA # 19466
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1900 NW Expressway
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I, PATRICIA PRESLEY, Court Clerk for Oklahoma County, Okla., hereby certify that the foregoing is a true, correct and complete copy of the instrument herewith set out as appears of record in the District Court Clerk's Office of Oklahoma County, Okla., this _____ day of _____, 20____.
By  PATRICIA PRESLEY, Court Clerk Deputy

ATTORNEYS FOR PLAINTIFFS



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-and-

Kristine McAlister Brown
[admitted to practice by Order filed Aug. 16, 2005]
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ATTORNEYS FOR DEFENDANTS